

**ARTICLES OF ORGANIZATION
OF
HEATHER PODESTA + PARTNERS, LLC**

Pursuant to Title 29, Chapter 10 of the District of Columbia Code, the organizer named below adopts the following Articles of Organization:

FIRST: The name of the limited liability company (the "LLC") shall be: "Heather Podesta + Partners, LLC".

SECOND: The effective date of these Articles of Organization shall be the date of delivery of the Articles for filing.

THIRD: The period of duration of the LLC shall be perpetual.

FOURTH: The purposes for which the LLC is organized are (i) to provide government relations services to clients; (ii) to have and exercise all powers now or hereafter conferred by the laws of the District of Columbia on limited liability companies formed pursuant to DC Limited Liability Company Act of 1994 (the "Act"), and (iii) to do any and all things necessary, convenient or incidental to the achievement of the foregoing.

FIFTH: The address of the LLC's registered office in the District of Columbia is 2438 Belmont Road, NW, Washington, DC 20008.

SIXTH: The name of the LLC's registered agent in the District of Columbia is Heather Podesta. The registered agent's consent to act as registered agent for the LLC is evidenced in the attached and executed "Written Consent to Act as Registered Agent".

SEVENTH: The LLC's principal place of business is 2438 Belmont Road, NW, Washington, DC 20008.

EIGHTH: The number of organizers of the LLC is one. The name and address of the organizer is:

Heather Podesta

2438 Belmont Road, NW
Washington, DC 20008

Date: January 1, 2007

HEATHER PODESTA + PARTNERS, LLC

By:



Heather Podesta

FILE

JAN 3 2007

WRITTEN CONSENT TO ACT AS REGISTERED AGENT

To:

The Superintendent of Corporations
Department of Consumer and Regulatory Affairs
Business and Professional Licensing Administration

Pursuant to DC Code Title 29 and Title 41, I Heather Podesta, a bona-fide resident of the District of Columbia herein consent to act as registered agent for Heather Podesta + Partners, LLC.

Date: January 4, 2007

A handwritten signature in black ink, appearing to read "H. Podesta", written over a horizontal line.

Heather Podesta